

UNITED STATES DISTRICT COURT FOR THE
DISTRICT OF MASSACHUSETTS

WORLD GYM INTERNATIONAL, INC.,)
)
Plaintiff,)
)
vs.)
)
WORK OUT WORLD, INC., ONE)
FITNESS GROUP, LLC, STEPHEN P.)
ROMA, STEVEN BORGHİ, MARY)
ROMA, ANTHONY BENINATI,)
THOMAS CIFRINO)
Defendants.)
)

Civil Case No. 00-12336-RCL

CONSENT JUDGMENT

*As to
CERTAIN Defendants*

This matter having been opened to the Court upon the joint application of Edwards & Angell, LLP, attorneys for plaintiff World Gym International, Inc. ("World Gym"), and The Law Offices of Kevin M. Reilly, attorneys for the defendants, One Fitness Group, LLC ("One Fitness Group"), Steven Borghi and Anthony Beninati, and attorney Michael S. O'Toole, attorney for the defendant Thomas Cifrino; and it appearing that the parties have settled and resolved those issues and matters set forth in World Gym's Complaint that relate to these parties; and it further appearing that the parties and their counsel have consented to the form, content and entry of the within Consent Judgment; and good cause having been shown;

IT IS, on this 28 day of September, 2001,

ORDERED that:

1. The defendants One Fitness Group, Steven Borghi, Anthony Beninati and Thomas Cifrino were properly served with the Summons and Complaint in this matter

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under the Federal Rules of Civil Procedure and Local Rules of the United States District Court for the District of Massachusetts.

2. Final judgment be and is hereby entered in favor of World Gym and against One Fitness Group, Steven Borghi, Anthony Beninati and Thomas Cifrino on all Counts of the Complaint as follows:

Effective thirty (30) days from today, One Fitness Group, Steven Borghi, Anthony Beninati and Thomas Cifrino, together with their officers, agents, servants, and employees, and those persons in active concert or participation with them are permanently enjoined from directly, or indirectly:

- (i) Using in connection with any gym, fitness center, advertisement, merchandise, label, sign, or as a mark on any other good or connected with any other service, any of the World Gym trademarks, service marks or logos, including, but not limited to, the name "World Gym."
- (ii) Using the mark "World" in connection with any gym, fitness center, advertisement, merchandise, label, sign or as a mark on any other good or connected with any other service unless:
 - (a) the mark does not stand alone;
 - (b) the mark is only used as part of the name "WOW! Work Out World" or "The Exercise Capital of the World;" and
 - (c) the mark is the same point size, font type, color and overall appearance so as not to distinguish it from

the words "Work Out" in the name "WOW! Work
Out World" or "Exercise Capital" in the name
"Exercise Capital of the World."

- (iii) Using the mark "World" or any product, label, sign, print, package wrapper, receptacle, or advertisement used in connection with the provision, distribution, sale and/or offering for sale of any product or service unless the use of such mark complies with sub-paragraph (ii) above;
- (iv) Using any trademark or service mark that tends falsely to represent, or that is likely to confuse, mislead or deceive purchasers, customers, or members of the public, that merchandise or services promoted, provided, distributed, advertised, sold and/or offered for sale originates from World Gym, or that said merchandise or services have been sponsored, approved, or licensed by, or in some way are associated connected or affiliated with World Gym.
- (v) Engaging in any conduct that tends falsely to represent that, or is likely to confuse, mislead, or deceive purchasers, customers and/or members of the public to believe their actions are sponsored, approved or licensed by, or are in some way connected or affiliated with, World Gym.
- (vi) Publishing or making either orally or in writing (whether by electronic means or otherwise), any derogatory, defamatory, or disparaging statement about World Gym, or any of its parents,

subsidiaries, divisions, affiliate, related entities, licensees,
franchisees, officers, directors, employees or attorneys.



Reginald C. Lindsay
United States District Judge

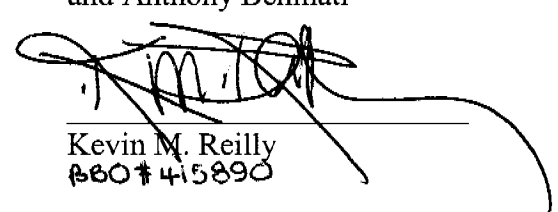
We hereby consent to the form, content
and entry of the within Consent Judgment:

EDWARDS & ANGELL, LLP,
Attorneys for the Plaintiff

By: 

Steven M. Cowley
BBO No. 554534

Law Offices of Kevin M. Reilly
Attorneys for Defendants One
Fitness Group, LLC, Steven Borghi,
and Anthony Beninati



Kevin M. Reilly
BBO # 415890

Michael S. O'Toole,
Attorney for Defendant Thomas
Cifrino

Michael S. O'Toole

subsidiaries, divisions, affiliate, related entities, licensees,
franchisees, officers, directors, employees or attorneys.

Reginald C. Lindsay
United States District Judge

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and entry of the within Consent Judgment:


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Attorney for Defendant Thomas
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Michael S. O'Toole